

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

-----X
HILDENE CAPITAL MANAGEMENT, LLC and
HILDENE OPPORTUNITIES MASTER FUND,
LTD.,

Plaintiffs,

- against -

FRIEDMAN, BILLINGS, RAMSEY GROUP, INC.
(d/b/a ARLINGTON ASSET INVESTMENT CORP.),
FBR CAPITAL TRUST VI, FBR CAPITAL TRUST
X, WELLS FARGO BANK, N.A., and JOHN AND
JANE DOES 1 THROUGH 100,

Defendants.
-----X

11 Civ. 5832 (AJN)

ECF Case

WELLS FARGO BANK, N.A., in its capacity as
Trustee under Indentures dated February 24, 2004,
November 18, 2004, and August 24, 2005, governing
securities issued by Tropic III CDO Ltd., Tropic IV
CDO, Ltd., and Soloso CDO 2005-1 Ltd., respectively,

Counterclaim Plaintiff,

- against -

HILDENE CAPITAL MANAGEMENT, LLC and
HILDENE OPPORTUNITIES MASTER FUND,
LTD.,

Counterclaim Defendants.:
-----X

**STIPULATION OF
DISMISSAL**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned, the
attorneys of record for Plaintiffs and Counterclaim Defendants HILDENE CAPITAL
MANAGEMENT, LLC and HILDENE OPPORTUNITIES MASTER FUND, LTD.
(collectively "Hildene"), and Defendants FRIEDMAN, BILLINGS, RAMSEY GROUP, INC.

(d/b/a ARLINGTON ASSET INVESTMENT CORP.), FBR CAPITAL TRUST VI, FBR CAPITAL TRUST X (collectively, "Arlington"), and WELLS FARGO BANK, N.A. ("Wells"), as well as Counterclaim Plaintiff WELLS FARGO BANK, N.A., in the above-entitled action, that:

WHEREAS, Hildene has filed an Amended Complaint challenging certain transactions;

WHEREAS, Wells has filed counterclaims against Hildene;

WHEREAS, the Court issued an August 15, 2012 Opinion granting in part, and denying in part, Defendants' Motion to Dismiss the Amended Complaint;

WHEREAS, all parties deny any liability or wrongdoing in connection with the claims or counterclaims asserted in this action; and

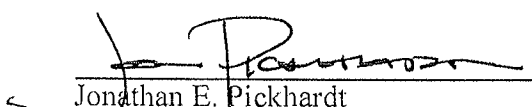
WHEREAS, the parties wish to resolve this action as set forth below and for other good and valuable consideration;

NOW, THEREFORE, Hildene, Arlington, and Wells stipulate that:

1. Any and all claims and counterclaims asserted by any party in the above-entitled action shall be and are hereby dismissed with prejudice pursuant to Rule 41(a)(1)(A)(ii) of the Federal Rules of Civil Procedure, with each party bearing its own costs and attorneys' fees;
2. All parties waive the right to appeal any matters arising out of this action;
3. This Stipulation may be executed in counterparts and signed by facsimile or electronically; and
4. This stipulation may be filed without further notice with the Clerk of the Court.

In accordance with Rule 41(a)(1)(A)(ii), this Stipulation is signed and agreed to by all parties who have appeared in this action.

Dated: New York, New York
March 22, 2013


Jonathan E. Pickhardt
(jenpickhardt@quinnemanuel.com)
QUINN EMANUEL URQUHART
& SULLIVAN, LLP
51 Madison Avenue, 22nd Floor
New York, NY 10010
(212) 849-7000

*Counsel for Plaintiffs and Counterclaim
Defendants Hildene Capital Management,
LLC and Hildene Opportunities Master Fund,
Ltd.*

Eric Seiler (eseiler@fklaw.com)
Andrew W. Goldwater
(agoldwater@fklaw.com)
Jason C. Rubinstein (jrubinstein@fklaw.com)
Emily L. Chang (echang@fklaw.com)
FRIEDMAN KAPLAN SEILER &
ADELMAN LLP
7 Times Square
New York, NY 10036
(212) 833 1100

*Counsel for Defendant and Counterclaim
Plaintiff
Wells Fargo Bank, N.A., in its capacity as
Trustee under Indentures dated February 24,
2004, November 18, 2004, and August 24, 2005,
governing securities issued by Tropic III CDO
Ltd., Tropic IV CDO Ltd., and Soloso CDO
2005-1 Ltd., respectively*

Edward Fuhr (efuhr@hunton.com)
Eric H. Feiler
HUNTON & WILLIAMS LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, VA 23219
(804) 788-8201

- and -

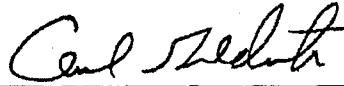
Kelly M. Hnatt (khnatt@willkie.com)
Benjamin P. McCallen (bmcallen@willkie.com)
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, NY 10019
(212) 728-8000

*Counsel for Defendants Friedman, Billings,
Ramsey Group, Inc. (d/b/a Arlington Asset
Investment Corp.), FBR Capital Trust VI, and
FBR Capital
Trust X.*

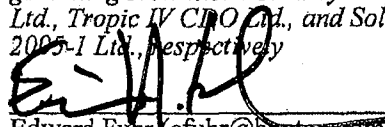
Dated: New York, New York
March 22, 2013

Jonathan E. Pickhardt
(jonpickhardt@quinnemanuel.com)
QUINN EMANUEL URQUHART
& SULLIVAN, LLP
51 Madison Avenue, 22nd Floor
New York, NY 10010
(212) 849-7000

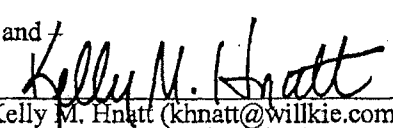
*Counsel for Plaintiffs and Counterclaim
Defendants Hildene Capital Management,
LLC and Hildene Opportunities Master Fund,
Ltd.*


Eric Seiler (eseiler@fklaw.com)
Andrew W. Goldwater
(agoldwater@fklaw.com)
Jason C. Rubinstein (jrubinstein@fklaw.com)
Emily L. Chang (echang@fklaw.com)
FRIEDMAN KAPLAN SEILER &
ADELMAN LLP
7 Times Square
New York, NY 10036
(212) 833 1100

*Counsel for Defendant and Counterclaim
Plaintiff
Wells Fargo Bank, N.A., in its capacity as
Trustee under Indentures dated February 24,
2004, November 18, 2004, and August 24, 2005,
governing securities issued by Tropic III CDO
Ltd., Tropic IV CDO Ltd., and Soloso CDO
2005-1 Ltd., respectively*


Edward Fuhr (efuhr@hutton.com)
Eric H. Feiler
HUNTON & WILLIAMS LLP
Riverfront Plaza, East Tower
951 East Byrd Street
Richmond, VA 23219
(804) 788-8201

- and -


Kelly M. Hnatt (khnatt@willkie.com)
Benjamin P. McCallen (bmcallen@willkie.com)
WILLKIE FARR & GALLAGHER LLP
787 Seventh Avenue
New York, NY 10019
(212) 728-8000

*Counsel for Defendants Friedman, Billings,
Ramsey Group, Inc. (d/b/a Arlington Asset
Investment Corp.), FBR Capital Trust VI, and
FBR Capital
Trust X.*